

UNITED STATES DISTRICT COURT  
CENTRAL DISTRICT OF CALIFORNIA

RANDY ROMERO; ET AL.,

Plaintiff,

v.

GROWLIFE, INC.; ET AL,

Defendants.

AND RELATED CASES

Master File No.

CV14-3015-CASJEMx); c/w:  
CV14-3183-CAS(JEMx); and  
CV14-4112-CAS(JEMx)

CLASS ACTION

**[PROPOSED] ORDER  
AWARDING LEAD  
PLAINTIFF'S COUNSEL  
ATTORNEYS' FEES AND  
REIMBURSING EXPENSES**

Hon. Christina A. Snyder

This Document Relates To: All Actions

WHEREAS, the Court has granted final approval to the Settlement of the  
above-referenced class action;

1 WHEREAS, Lead Plaintiff's Counsel, The Rosen Law Firm, P.A.,  
2 appointed by the Court as Class Counsel for the purposes of the Settlement, have  
3 petitioned the Court for an award of attorneys' fees in compensation for the  
4 services provided to Lead Plaintiff and the Class, an award to Lead Plaintiff, and  
5 reimbursement of expenses incurred in connection with the prosecution of this  
6 action, to be paid out of the Settlement Fund established pursuant to the  
7 Settlement; and

8 WHEREAS, the Court has reviewed the fee application and the supporting  
9 materials filed therewith, and has heard the presentation made by Class Counsel  
10 during the final approval hearing, and due consideration having been had thereon,  
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12 NOW, THEREFORE, it is hereby ordered:

13 1. Class Counsel are awarded 25.0% of the Settlement Fund  
14 obtained for the Class, specifically \$175,000 in cash and \$500,000 in Growlife  
15 common stock, as attorneys' fees in this Action, together with a proportionate  
16 share of the interest earned on the fund, at the same rate as earned by the balance  
17 of the fund, from the date of the establishment of the fund to the date of payment.

18 2. Class Counsel shall be reimbursed out of the Settlement Fund  
19 in the amount of \$24,052.55.

20 3. Except as otherwise provided herein, the attorneys' fees shall  
21 be paid and reimbursement of expenses shall be made in the manner and  
22 procedure provided for in the Stipulation and Agreement of Settlement dated  
23 March 26, 2015.

24 4. Lead Plaintiff shall be awarded a total of \$1,500 for an  
25 incentive fee award and reimbursement for his lost time in connection with his  
26 prosecution of this action.  
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1           5.           In making this award of attorneys' fees and reimbursement of  
2 expenses to be paid from the Settlement Fund, the Court has considered and found  
3 that:

4           (a)       The Settlement has created a fund of \$700,000 in cash and \$2.0  
5 million worth of Growlife common stock, plus interest to be earned  
6 thereon, and Class members who file timely and valid claims will benefit  
7 from the Settlement created by Lead Plaintiff's Counsel;

8           (b)       The Notice made available to putative Class members indicated that  
9 at the August 3, 2015 final approval hearing, Lead Plaintiff's counsel  
10 intended to seek a fee of up to 25% of the Settlement Fund in attorneys'  
11 fees, reimbursement of their litigation expenses in an amount not to exceed  
12 \$30,000, and an award to Lead Plaintiff of \$1,500;

13           (c)       the Summary Notice was published on *GlobeNewswire* and  
14 *Investor's Business Daily* as required by the Court,;

15           (d)       Lead Plaintiff's Counsel have conducted this litigation and achieved  
16 the Settlement;

17           (e)       the litigation of this Action involved complex factual and legal issues  
18 and was actively prosecuted since its filing on, and in the absence of  
19 Settlement, the Action would have continued to involve complex factual  
20 and legal questions;

21           (f)       if Lead Plaintiff's Counsel had not achieved the Settlement, there  
22 was a risk of either a smaller or no recovery;

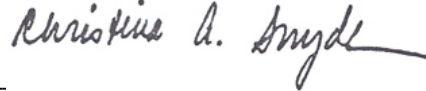
23           (g)       Lead Plaintiff's Counsel has devoted 327.7 hours of professional time  
24 to the prosecution of this Action, with a lodestar value of \$173,754;

1 (h) the amount of attorneys' fees awarded and expenses reimbursed from  
2 the Settlement Fund are consistent with awards in similar cases; and

3 (i) as stated on the record, the objections to are overruled.  
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5 DATED: August 3, 2015

SO ORDERED:

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8 Hon. Christina A. Snyder  
9 United States District Judge  
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